

EXHIBIT "P"

WHITE & CASE

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November 28, 2005

VIA FACSIMILE

John W. Butler, Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive
Chicago, IL 60606

Re: In re Delphi Corporation, et al.; Case No. 05-44481

Dear Jack:

Attached is a letter from our client, Appaloosa Management L.P. ("Appaloosa"), addressed to the Board of Directors of Delphi Corporation (the "Delphi Board") regarding Appaloosa's request for the appointment of an official equity committee. On behalf of Appaloosa, we kindly ask that you promptly forward a copy of this letter to each of the members of the Delphi Board.

Sincerely,


Thomas E. Lauria

TEL:ym

Attachment

ALMATY ANKARA BANGKOK BEIJING BERLIN BRATISLAVA BRUSSELS BUDAPEST DRESDEN DÜSSELDORF FRANKFURT HAMBURG HELSINKI
HO CHI MINH CITY HONG KONG ISTANBUL JOHANNESBURG LONDON LOS ANGELES MEXICO CITY MIAMI MILAN MOSCOW MUMBAI NEW YORK PALO ALTO
PARIS PRAGUE RIYADH ROME SAN FRANCISCO SÃO PAULO SHANGHAI SINGAPORE STOCKHOLM TOKYO WARSAW WASHINGTON, DC

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[Del_Lr to John W. Butler.DOC]



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(973) 701-7000
Fax (973) 701-7055

November 28, 2005

Board of Directors
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815

Re: Appointment of an Official Committee of Equity Security Holders

Dear Board Members:

As you know, Appaloosa Management L.P. ("Appaloosa"), collectively with certain of its affiliates, are among Delphi Corporation's (the "Company") largest shareholders, owning approximately 9.3% of the issued and outstanding shares of the Company. Appaloosa, through its counsel, has recently delivered a letter to the U.S. Trustee overseeing the Company's chapter 11 cases seeking the appointment of an official committee of equity security holders (an "Equity Committee"). A copy of such letter is attached hereto for your convenience. We understand that the Company's Board of Directors (the "Board") is considering such request.

In chapter 11 cases such as the Company's, appointment of an equity committee eases the inherent conflicts that confront a board when it attempts to serve the interests of all constituencies and promotes the perception that the inevitable struggles between creditors and shareholders will be fought on a level playing field. As you know, when a company operates under chapter 11 protection, a board's fiduciary duties extend to creditors as well as shareholders. As such, a board will often find itself in the difficult position of attempting to serve the conflicting interests of creditors and shareholders. Under such circumstances, the appointment of an equity committee promotes a fair process for these conflicts to be resolved by ensuring that both sides, not just the creditors, have representation with appropriate access to information and the resources to ensure that their voice is heard and their interests are protected. Importantly, the appointment of an equity committee also frees a board to play the role of "honest broker" between competing constituencies, rather than being exposed to allegations that the board is not fulfilling its duties to one constituency because its interests are aligned with the other.

Appaloosa encourages the Board to extend its support for the appointment of an Equity Committee. For the reasons set forth in the letter to the U.S. Trustee, Appaloosa believes

that the Company has substantial equity value. Appaloosa believes that the appointment of an Equity Committee at this time will benefit the Company by ensuring that the interests of shareholders are adequately represented, which will send an important message to shareholders, employees, retirees, and the business community at large that the Company is dedicated to ensuring the highest integrity throughout the restructuring process and relieve the Board from undue pressure that might be imposed in the absence of an Equity Committee by constituents with diverging interests from shareholders. Appaloosa believes that the net effect of this increased public confidence in the restructuring process will be the preservation of the maximum possible shareholder value and ultimately a more successful emergence from chapter 11 protection. We look forward to having the opportunity to work constructively with the Company and the Board to achieve these goals. In the event that the U.S. Trustee denies the request, Appaloosa is prepared to seek appropriate relief from the Bankruptcy Court.

Should you have any questions or comments, or would like to discuss the appointment of an Equity Committee in further detail, please do not hesitate to contact me at (973) 701-7000.

Very truly yours,

Appaloosa Management L.P.



David Jepper
President

cc: Thomas E. Lauria, White & Case LLP
Gerard Uzzi, White & Case LLP